

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE:)	
)	
YUKOS OIL COMPANY,)	Bankruptcy
)	Case No. 04-47742-H3-11
)	
DEBTOR.)	Chapter 11

YUKOS OIL COMPANY,)	
)	
PLAINTIFF,)	
)	Bankruptcy
v.)	Adversary Proceeding
)	No. 04-3952
RUSSIAN FEDERATION, et al.,)	
)	
DEFENDANTS.)	

**DEUTSCHE BANK AG'S RESPONSE TO PLAINTIFFS'
EMERGENCY MOTION FOR TEMPORARY RESTRAINING
ORDER AND PRELIMINARY INJUNCTION**

[This corresponds to Docket No. 2 in the above styled Adversary Proceeding]

**TO THE HONORABLE LETITIA Z. CLARK,
UNITED STATES BANKRUPTCY JUDGE:**

COMES NOW, Defendant Deutsche Bank AG ("Deutsche Bank" or "Defendant") and files this Response (the "Response") to Plaintiff's Verified Emergency Motion for Temporary Restraining Order and Preliminary Injunction (the "Preliminary Injunction Motion"), and in support thereof would respectfully show the Court as follows:

1. Yukos Oil Company ("Yukos") filed a bankruptcy petition on December 14, 2004, thereby commencing its bankruptcy case (the "Bankruptcy Case") under Chapter 11 of Title 11 of the United States Code, 11 U.S.C. § 101 *et seq.* (the "Bankruptcy Code"). Simultaneously therewith, Yukos filed its original complaint (the "Complaint") commencing this Adversary Proceeding (the "Adversary Proceeding") and the Preliminary Injunction Motion.

Thereafter, on February 11, 2005, Yukos filed its First Amended Complaint (“Amended Complaint”) against a number of defendants, including, among others, Deutsche Bank AG (“Deutsche Bank”), Deutsche Bank AG London, Deutsche Bank Luxembourg, S.A. and Deutsche Bank Trust Company Americas (collectively with Deutsche Bank, the “Deutsche Bank Defendants”).¹

2. In the Amended Complaint, Yukos requests that this Court enter a permanent injunction against the Deutsche Bank Defendants, among others, from “taking any act to obtain possession or exercise control over (1) the YNG Stock or assets of YNG, or (2) any of Yukos’ remaining assets,” and Yukos also seeks a permanent injunction against the same Defendants to prevent them from violating the automatic stay.

3. On December 28, 2004, Deutsche Bank filed its Motion to Dismiss Chapter 11 Bankruptcy Case (Docket No. 40, the “Dismissal Motion”). The Court conducted a hearing on the Dismissal Motion on February 16 and 17, 2005. On February 24, 2005, this Court granted Deutsche Bank’s Dismissal Motion and entered a judgment dismissing Yukos’ Bankruptcy Case and a corresponding Memorandum Opinion.

4. On March 9, 2005, Deutsche Bank filed its Motion to Dismiss Adversary Proceeding (the “Deutsche Bank Motion to Dismiss”). As set forth in the Deutsche Bank Motion to Dismiss, this Court should dismiss the Adversary Proceeding.

5. As a result of the significant events that have transpired since the Preliminary Injunction Motion was initially filed, including the Debtor’s recent filing of the Amended Complaint which seeks relief substantially different from that set forth in the initial Complaint, Deutsche Bank believes the Preliminary Injunction Motion is effectively moot and requires no response. However, out of an abundance of caution Deutsche Bank is filing this Response and

¹ Of the Deutsche Bank Defendants named in the Amended Complaint, only Deutsche Bank has been served with process by Yukos. As a result, the other Deutsche Bank Defendants are not before the Court.

opposes the relief sought in the Preliminary Injunction Motion. In the event the Adversary Proceeding is not dismissed and the Debtor continues to seek the relief initially sought in the Preliminary Injunction Motion against Deutsche Bank, Deutsche Bank reserves the right to supplement this Response.

WHEREFORE, PREMISES CONSIDERED, Deutsche Bank respectfully requests that this Court deny the Preliminary Injunction Motion and grant Deutsche Bank such other and further to which Deutsche Bank may be entitled.

Respectfully submitted this 9th day of March, 2005.

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CERTIFICATE OF SERVICE

The undersigned hereby certifies that on the 9th day of March, 2005, a true and correct copy of the foregoing document was served via hand delivery, email, telecopy or U.S. first class mail, as indicated, on the parties listed below:

/s/ Douglas G. Walter

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